Google Inc. et al v. Egger et al Doc. 338

WILMER CUTLER PICKERING HALE AND DORR LLP
John A. Rogovin (pro hac vice)
Randolph D. Moss (pro hac vice)
Samir C. Jain # 181572
Brian M. Boynton # 222193
Catherine M.A. Carroll (pro hac vice)
1875 Pennsylvania Ave, NW
Washington, DC 20006
Tel.: 202-663-6000
Fax: 202-663-6363
Email: john.rogovin@wilmerhale.com

MUNGER, TOLLES & OLSON LLP
Henry Weissmann # 132418
Susan R. Szabo # 155315
Aimee A. Feinberg # 223309
355 South Grand Avenue
35th Floor
Los Angeles, CA 90071-1560
Tel.: 213-683-9100
Fax: 213-683-5150
Email: Henry.Weissmann@mto.com

Randal S. Milch
Verizon Communications Inc.
One Verizon Way
VC43E043
Basking Ridge, NJ 07920
Tel.: 908-559-1752
Fax: 908-696-2136

Attorneys for Verizon Communications Inc., Verizon Global Networks Inc., and MCI, LLC

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

IN RE: NATIONAL SECURITY AGENCY TELECOMMUNICATIONS RECORDS LITIGATION This Document Relates To: No. 06-220 (D.R.I.) No. 1:06-cv-632 (E.D. Cal.) No. cv-06-77 (D. Mont.) No. 06-2491 (D. La.) No. cv-06-694 (D. Ore.) No. 1:06-cv-2680 (N.D. Ill.) No. 06-224 (D.R.I.) No. 3:06-cv-3574 (N.D. Cal.) No. 3:06-cv-4221 (N.D. Cal.)	MDL NO. 06-1791 VRW **SUPPLEMENTAL DECLARATION OF JOSEPH P. DUNBAR IN SUPPORT OF VERIZON'S MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION** [Fed. R. Civ. P. 12(b)(2)] Hearing Date: August 30, 2007 Time: 2:00 p.m. Courtroom: 6 (17th floor) Judge: Hon. Vaughn R. Walker

Dockets.Justia.com

I, Joseph P. Dunbar, declare as follows:

1. I am the Director of Administrative Reporting for Verizon Business Network Services, Inc. I make this supplemental declaration in support of Verizon's Motion To Dismiss for Lack of Personal Jurisdiction. The facts stated herein are based upon my own personal knowledge, informed by a review of corporate records of Verizon Communications Inc., MCI, LLC and its corporate predecessors, and Verizon Global Networks Inc. and interviews with knowledgeable persons. If called to testify, I could and would testify competently to the facts set forth below.

VERIZON COMMUNICATIONS INC.

2. Verizon Communications Inc. ("VCI") is a Delaware corporation with its corporate headquarters at 140 West Street, New York, NY 10007. As I indicated in the declaration I submitted on April 30, 2007 in support of Verizon's Motion To Dismiss for Lack of Personal Jurisdiction, VCI is a holding company. I have undertaken an additional inquiry and reconfirmed that VCI owns or leases no property, provides no services, and has no employees in California, Illinois, Montana, Oregon, or Rhode Island. In fact, VCI has fewer than 30 employees, all of whom work in New Jersey or New York.

3. I have also reconfirmed that VCI has never been registered or otherwise qualified to do business in California, Illinois, Montana, Oregon, or Rhode Island, and it has not appointed an agent for service of process in these states. VCI is a corporate entity distinct from Verizon Communications, Inc. (with a comma in the name). Verizon Communications, Inc. (with a comma) is the successor to Verizon, Inc., which was incorporated in Delaware on December 7, 1999, for the sole purpose of holding the name "Verizon" until after the Bell Atlantic/GTE merger was completed. That merger was effective on June 30, 2000. Verizon, Inc. changed its name to Verizon Communications, Inc. (with a comma) on March 27, 2000. Effective September 22, 2000, Verizon Communications, Inc. (with a comma) was merged into Bell Atlantic Corporation, which was the surviving corporation and which then changed its name to Verizon Communications Inc.

4. On December 14, 1999, before the merger of Bell Atlantic and GTE, Verizon, Inc. registered with the Oregon Secretary of State. This registration is reflected in Exhibit 33 to the

Declaration of Vincent I. Parrett dated June 22, 2007 ("Parrett Declaration"). On March 30, 2000, Verizon, Inc. amended its registration to show its new name, Verizon Communications, Inc. (with a comma). This amendment is also reflected in Exhibit 33 to the Parrett Declaration. The corporate entity that was registered with the Oregon Secretary of State was distinct from VCI, as explained above. VCI has never been registered to do business in Oregon.

5. Similarly, Verizon Communications, Inc. (with a comma) was registered with the California Secretary of State prior to the merger of Bell Atlantic and GTE. Verizon Communications, Inc. (with a comma) surrendered its registration, however, following the merger. That registration and surrender are reflected in Exhibit 26 to the Parrett Declaration. The corporate entity that was registered with the California Secretary of State was distinct from VCI, as explained above. VCI has never been registered to do business in California.

6. Neither Verizon, Inc. nor Verizon Communications, Inc. (with a comma) ever sold, marketed, or provided goods or services of any kind. Neither company ever conducted any business in California or Oregon, had offices in California or Oregon, owned any real estate in California or Oregon, or had any employees in California or Oregon.

7. VCI does not own, operate, or determine the content of the website found at www22.verizon.com. That website is owned and operated, and its content is determined, by subsidiaries of VCI, not by VCI itself. When a customer signs up for a product or service on the website, the customer is directed to the appropriate operating subsidiary of VCI.

8. I have also reconfirmed that VCI does not advertise. Advertising for products and services offered by VCI subsidiaries is contracted and paid for by subsidiaries of VCI, not by VCI itself. The costs of advertising are paid for or allocated to the relevant Verizon operating company. None of the advertising costs are paid for or allocated to VCI.

9. VCI does pay for some lobbying in California, but contrary to Plaintiffs' assertions (at p. 11 of their opposition brief), it has not "spent over $6 million lobbying in California" since 2001. California lobbying expenses are paid for in the first instance by a subsidiary of VCI, Verizon Corporate Services Group Inc., a subsidiary that provides services to VCI and its subsidiaries. The costs of lobbying are then allocated to the various Verizon companies on whose behalf the lobbying

is conducted. Based on a review of VCI's reported California lobbying expenditures and internal cost allocation procedures, it is estimated that from 2002 through the first quarter of 2007, approximately 11% of the expenditures for California lobbying were allocated to VCI. The lobbying conducted in California is overseen and directed by employees of Verizon Corporate Services Group Inc.

10. VCI is not a certificated public utility in California.

MCI, LLC AND ITS CORPORATE PREDECESSORS

11. MCI, LLC[1/] is a Delaware limited liability company with its headquarters at One Verizon Way in Basking Ridge, New Jersey. As I indicated in the declaration I submitted on April 30, 2007 in support of Verizon's Motion To Dismiss for Lack of Personal Jurisdiction, MCI, LLC is a holding company. I have undertaken an additional inquiry and reconfirmed that MCI, LLC owns or leases no property, provides no services, and has no employees in California.

12. I indicated in my prior declaration of April 30, 2007 that neither MCI, Inc. nor WorldCom, Inc. ever maintained offices in California. I have reconfirmed that fact. In 2004 and 2005, however, a subsidiary of WorldCom, Inc. and then MCI, Inc. called MCI WorldCom Network Services, Inc. leased office space at 201 Spear Street, San Francisco, CA 94105. William Harrelson and Richard Severy, who signed the disclosure forms attached as Exhibits 38 through 41 to the Parrett declaration, worked at that address in those years and were not employees of MCI, Inc. or WorldCom, Inc.

VERIZON GLOBAL NETWORKS INC.

13. Verizon Global Networks Inc. is a Delaware corporation with its corporate headquarters at One Verizon Way in Basking Ridge, New Jersey. Verizon Global Networks Inc.

[1/] MCI, LLC changed its name to Verizon Business Global LLC effective November 21, 2006. This declaration, however, uses the prior name because that is the name Plaintiffs have used in their complaint.

offers services to affiliated telephone carriers in the wholesale market. It does not provide telecommunications services to individuals.

14. In my prior declaration filed April 30, 2007, I indicated that Verizon Global Networks Inc. does not provide any services, does not own or lease property, has never been registered or otherwise qualified to do business, and has not appointed an agent for service of process in Louisiana. In their opposition brief, Plaintiffs point out that Verizon Global Networks Inc. is qualified to do business in Louisiana and maintains an agent for service of process there. Upon further examination of this issue, I have determined that certain statements in my declaration were incorrect and that Verizon Global Networks Inc. owns property, provides wholesale services, is qualified to do business, maintains an agent for service of process, and remains in active and good standing in Louisiana.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 3, 2007. /s/ Joseph P. Dunbar

Joseph P. Dunbar

I hereby attest that I have on file a holograph signature for the signature above indicated by a "conformed" signature (/s/).

/s/ Brian M. Boynton

Brian M. Boynton